

1 MS. SCHMELTZER: No objection.

2 JUDGE FRYSIAK: Received.

3 (The document referred to,  
4 having been previously marked  
5 for identification as Shurberg  
6 Exhibit 25, was received in  
7 evidence.)

8 MR. COLE: Next, I would like to have marked for  
9 identification is Shurberg Exhibit Number 26, a 38-page  
10 document which bears the cover page entitled, "Client's Copy  
11 of Tax Returns." This appears to be on some form of Arthur  
12 Andersen & Company stationery.

13 I should point out that there's handwriting down  
- 14 at the bottom of the page. I believe that came from the  
15 bankruptcy court but I'm not sure. That was on the document  
16 when I got it, and I don't believe it has any relevance to  
17 this proceeding, but I just point that out.

18 And I'd like to have this marked as Shurberg  
19 Exhibit Number 26, please.

20 JUDGE FRYSIAK: It may be so marked.

21 (The document referred to was  
22 marked for identification as  
23 Shurberg Exhibit 26.)

24 MR. COLE: Thank you, Your Honor. This was  
- 25 introduced in the bankruptcy court as Bankruptcy Exhibit

1 Number 11. And on that basis, I would like to have it  
2 offered into evidence at this point.

3 MS. SCHMELTZER: No objection.

4 JUDGE FRYSIK: Received.

5 (The document referred to,  
6 having been previously marked  
7 for identification as Shurberg  
8 Exhibit 26, was received in  
9 evidence.)

10 MR. COLE: Thank you, Your Honor. Next, I would  
11 like to have marked for identification as Shurberg Exhibit  
12 Number 27, a document 35 pages in length which is Form 1065  
13 U.S. Partnership Return of Income 1986 for Astroline  
14 Communications Company Limited Partnership. That would be  
15 Shurberg Exhibit Number 27.

16 JUDGE FRYSIK: It may be marked.

17 (The document referred to was  
18 marked for identification as  
19 Shurberg Exhibit 27.)

20 MR. COLE: Thank you, Your Honor. This also was  
21 introduced in the bankruptcy court, I believe, as Exhibit  
22 Number 12. And on that basis, I offer it into evidence  
23 here.

24 MS. SCHMELTZER: No objection.

25 JUDGE FRYSIK: Received.

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(The document referred to,  
having been previously marked  
for identification as Shurberg  
Exhibit 27, was received in  
evidence.)

MR. COLE: Thank you, Your Honor. Next, I'd like  
to have marked for identification as Shurberg Exhibit Number  
28, a document 19 pages in length which is Form 1065 U.S.  
Partnership Return of Income for 1987 for Astroline  
Communications Company Limited Partnership. That would be  
Shurberg Exhibit 28.

JUDGE FRYSIK: It may be marked.

(The document referred to was  
marked for identification as  
Shurberg Exhibit 28.)

MR. COLE: And this appeared -- this was  
introduced in the bankruptcy court as Bankruptcy Exhibit  
Number 13. And on that basis, I offer it into evidence  
here.

MS. SCHMELTZER: No objection.

JUDGE FRYSIK: Received.

1 (The document referred to,  
2 having been previously marked  
3 for identification as Shurberg  
4 Exhibit 28, was received in  
5 evidence.)

6 MR. COLE: Thank you, Your Honor. Next, Your  
7 Honor, I would like to have marked for identification as  
8 Shurberg Exhibit Number 29, a 51-page document, the cover  
9 page of which is entitled, "Brief of Appellee, Martin W.  
10 Hoffman, Trustee." It was filed with the United States  
11 District Court for the District of Connecticut in a civil  
12 action number 3:95CV114(AVC), and it's dated March 10, 1995.

13 I'd like to have that marked as Shurberg Exhibit  
14 29, please.

15 JUDGE FRYSIAK: It may be marked.

16 (The document referred to was  
17 marked for identification as  
18 Shurberg Exhibit 29.)

19 MR. COLE: This is a pleading which Mr. Hoffman  
20 filed or was filed on behalf of Mr. Hoffman in the  
21 bankruptcy proceeding. It's my understanding that the  
22 stipulation of the parties is that formal papers which were  
23 submitted in the bankruptcy proceeding are deemed authentic.  
24 And therefore, I offer it into evidence at this point here.

25 MS. SCHMELTZER: Your Honor, it may be deemed

1     authentic but we would argue that this is irrelevant.  
2     There's been a decision in this proceeding, and if we have  
3     this brief, we have to put in all the other pleadings that  
4     were filed in the bankruptcy court. And I think that that  
5     would just clutter the record.

6             MR. COLE: Your Honor, I acknowledge there has  
7     been a decision in the proceeding. This is a brief which  
8     states the position of Mr. Hoffman, who is a party to this  
9     proceeding with respect to a number of factual issues which  
10    are relevant to this proceeding, which were disposed of one  
11    way or another in the Connecticut proceeding. I think it's  
12    relevant in appreciating and assessing Mr. Hoffman's  
13    position in this case, that he has taken a very strong stand  
14    in the Connecticut litigation -- the bankruptcy litigation,  
15    with respect to a number of the factual issues which will be  
16    before Your Honor.

17            MR. TOPEL: Your Honor, a party's advocate of  
18    pleading is not evidence on the issues that are before you  
19    as designated in the hearing designation order. It's legal  
20    argument. It's not evidence.

21            MR. COLE: Perhaps so, Your Honor, but it  
22    certainly is relevant to an assessment of Mr. Hoffman's  
23    position now. For example, if Mr. Hoffman argues to the  
24    bankruptcy court or the Connecticut courts that the moon is  
25    made of green cheese, and comes down here and argues to you

1     that the moon is made of some other kind of cheese, I think  
2     you can -- it is important for you to understand that Mr.  
3     Hoffman is now arguing a completely different case to you  
4     based on the same set of facts. And in your assessment of  
5     his arguments, I think, it is relevant for you to know this  
6     and for this to travel forward with the record.

7             MR. O'CONNELL: Your Honor, I don't think Mr. Cole  
8     really is going to contend that it's the same state of  
9     facts. I think he's going to make different contentions in  
10    this proceeding ultimately about that subject. I think it  
11    misunderstands the nature of the briefing process to say  
12    that a party is bound by his counsel's arguments.

13            JUDGE FRYSIAK: Well, I'll tell you what. I'll  
14    receive it over objections subject to strike and/or  
15    supplementations.

16                               (The document referred to,  
17                               having been previously marked  
18                               for identification as Shurberg  
19                               Exhibit 29, was received in  
20                               evidence.)

21            MR. COLE: Thank you, Your Honor. Next, I would  
22    like to have marked for identification as Shurberg Exhibit  
23    Number 30, a document 36 pages in length which bears the  
24    title on page 1, "Plaintiff's Proposed Findings of Fact and  
25    Conclusions of Law." This was submitted in the United

1 States Bankruptcy Court for the District of Connecticut,  
2 again, in the Astroline Communications Company Limited  
3 Partnership bankruptcy proceeding. And it's dated July 14,  
4 1995.

5 And I would like to have it marked as Shurberg 30,  
6 please.

7 JUDGE FRYSIK: I ask that it be marked.

8 (The document referred to was  
9 marked for identification as  
10 Shurberg Exhibit 30.)

11 MR. COLE: Thank you, Your Honor. Again, Your  
12 Honor, this falls in the same broad category as Shurberg 29.  
13 That is, it's a pleading filed on behalf of Mr. Hoffman in  
14 which he makes a variety of factual and legal arguments, but  
15 also factual assessments based on the record that was before  
16 him in the bankruptcy court. I think it is relevant for the  
17 same reasons that 29 was relevant. And on that basis, I  
18 offer it into evidence.

19 MS. SCHMELTZER: Your Honor, we would disagree and  
20 argue that it's irrelevant. This is akin to taking a  
21 parties' proposed findings in another FCC case and dumping  
22 them into the record in this case. And that has  
23 uniformly -- those attempts have been rejected uniformly by  
24 judges, and I disagree that this should come into the  
25 record.

1 JUDGE FRYSIAK: What's the relevancy here?

2 MR. COLE: Again, Your Honor, the relevancy is the  
3 same relevancy as it was in 29, that Mr. Hoffman went  
4 through Astroline's papers at some length -- Astroline's  
5 papers and its witnesses at some length and Hartford, and  
6 came to certain factual conclusions and argued strenuously  
7 for his facts as he saw them throughout the Bankruptcy  
8 Court, the District Court and the Court of Appeals up in  
9 Hartford.

10 The fact that he has argued, for example, that Mr.  
11 Ramirez did not own 20 percent -- 21 percent, that he owned  
12 .075 percent of Astroline is a position which Mr. Hoffman  
13 took all the way up to the Second Circuit as I understand  
14 it. For Mr. Hoffman now to turn around and tell Your Honor  
15 that wasn't the case, I think is a dramatic contradiction.  
16 And I think it's important for Your Honor and the record to  
17 reflect that that represents a wholesale about-face by Mr.  
18 Hoffman on certain factual points.

19 MS. SCHMELTZER: It was just argument, and it has  
20 been ruled on by the Court that had jurisdiction over this  
21 limited partnership.

22 MR. COLE: Well, Your Honor, with all due respect,  
23 it hasn't been ruled on. The factual points that Mr.  
24 Hoffman is discussing have not been ruled on because, as  
25 Your Honor has already considered, I think in August of



1 1997, the issues that were before the Bankruptcy Court --  
2 the legal issues, are distinct from the legal issues which  
3 are before the FCC and Your Honor at this point.

4 The underlying facts from which the legal  
5 conclusions are being drawn both here and in the Bankruptcy  
6 Court are not substantially different but -- and what I want  
7 to make sure Your Honor's aware of is that, with respect to  
8 those facts using the same documents and the same witnesses  
9 and the same everything, Mr. Hoffman came to certain -- you  
10 know, he himself assessed the facts in a particular way up  
11 in Hartford and now is coming down and telling you, "I  
12 assess them completely differently." And I think it's  
13 important for you to know that, and be aware of that in your  
14 assessment of his case before you now.

15 MR. O'CONNELL: Your Honor, if I may be heard very  
16 briefly. I think Mr. Cole is attributing to Mr. Hoffman the  
17 arguments of his counsel, and is thereby confusing facts  
18 with legal arguments. The facts in this case will be  
19 presented as they come before you. The facts in the  
20 Connecticut case were argued with legal interpretations  
21 there. The courts reached their determinations on those  
22 facts. You'll reach your determination on the facts.

23 Mr. Hoffman is represented by counsel. His  
24 counsel made certain arguments and conclusions based on  
25 those facts. I think it's a mistake to suggest that Mr.

1 Hoffman is putting forth facts when they are really  
2 arguments by his attorneys.

3 JUDGE FRYSIAK: Well, I think what is at issue  
4 here is the position that Mr. Hoffman takes in regard to  
5 this case. And as such, he had stated his position through  
6 his attorney to be sure at an earlier date, and he'll have  
7 an opportunity to state his position here in this  
8 proceeding. So, that over objection, I'll receive this  
9 exhibit subject to strike.

10 (The document referred to,  
11 having been previously marked  
12 for identification as Shurberg  
13 Exhibit 30, was received in  
14 evidence.)

15 MR. COLE: Thank you, Your Honor. And lastly,  
16 Your Honor, and this is the last example of this. I would  
17 like to have marked for identification as Shurberg Exhibit  
18 31, a document 61 pages in length which has the cover page,  
19 "Brief of the Appellant Martin W. Hoffman, Trustee." And  
20 it's -- it was a brief filed in Case No. 96-5112 in the U.S.  
21 Court of Appeals for the Second Circuit. The case was named  
22 In Re: Astroline Communications Company Limited  
23 Partnership, Hoffman v. WHCT Management, Inc.

24 I'd like to have that marked as Shurberg 31,  
25 please.

1 JUDGE FRYSIAK: It may be so marked.

2 (The document referred to was  
3 marked for identification as  
4 Shurberg Exhibit 31.)

5 MR. COLE: Thank you, Your Honor. And again, for  
6 the same reasons that I've expressed with respect to  
7 Shurberg 29 and 30, I offer this into evidence -- I should  
8 also point out, Your Honor, that it's -- from Shurberg's  
9 point of view, the factual representations in Shurberg 29,  
10 30 and 31 are far more limited than the full scope of the  
11 pleadings that I'm offering. But I'm offering the full  
12 pleading just so we can't be accused of cherry-picking  
13 little bits and pieces. I'm giving -- I'm putting into the  
14 record the full pleadings that Mr. Hoffman filed so that we  
15 can see exactly what he said.

16 But anyway, on that basis, I offer Shurberg 31.

17 MS. SCHMELTZER: We would have the same objections  
18 to that.

19 JUDGE FRYSIAK: Same ruling. Received.

20 (The document referred to,  
21 having been previously marked  
22 for identification as Shurberg  
23 Exhibit 31, was received in  
24 evidence.)

25 MR. COLE: Thank you, Your Honor. Next, Your

1 Honor, I'd like to have marked for identification as  
2 Shurberg Exhibit Number 32, a 21-page document which is --  
3 the first page of which is a letter on the letterhead of  
4 Collier, Shannon, Real & Scott, dated April 27, 1984,  
5 addressed to Herbert A. Sostek, signed by Thomas A. Hart and  
6 accompanied by a number of attachments which relate to WHCT  
7 TV, a variety of pro forma financial information.

8 I'd like to have that marked as Shurberg 32,  
9 please.

10 JUDGE FRYSIK: It may be marked.

11 (The document referred to was  
12 marked for identification as  
13 Shurberg Exhibit 32.)

14 MR. COLE: This was introduced, I believe, as  
15 Bankruptcy Exhibit Number 1 in the Bankruptcy Court. And on  
16 that basis, I offer it into evidence here as Shurberg 32.

17 MS. SCHMELTZER: No objection, Your Honor, but  
18 I -- well, let me clarify that. I think we ought to focus  
19 on what the relevant time period is that's going to be  
20 involved in this proceeding. The Petition for Special  
21 Relief was filed on or about May 29 or 30, 1984. And it  
22 seems to me that the relevant time period would commence  
23 with the filing of that Petition for Special Relief with  
24 Your Honor, and go through the time that Astroline  
25 Communications Company Limited Partnership was the licensee.

1 And this appears to be outside of that relevant time period.  
2 So, I do have an objection to that extent.

3 MR. COLE: Well, Your Honor, as far as that's  
4 concerned, this is offered primarily for background. What I  
5 believe is appropriate under the issue is a -- is to assure  
6 that the record reflects the history of Astroline, how  
7 Astroline came together and how Astroline changed over the  
8 years once it became a licensee in January of 1985.

9 This is a background document which shows the  
10 earliest -- early formations of Astroline. As far as Ms.  
11 Schmeltzer -- her objection is concerned, I note that Mr.  
12 Ramirez's exhibit, which I assume she assisted in the  
13 participation of, addresses a good deal of background  
14 information concerning Mr. Ramirez -- well pre-dating May of  
15 1984. And I assume she's doing that for the purpose of  
16 background just the same as I am.

17 Frankly, you know, it seems to me there's no  
18 reason not to put this in, solely for background purposes  
19 and I'm willing to have it entered in the record on that  
20 basis.

21 JUDGE FRYSIK: Any response?

22 MS. SCHMELTZER: Well, if it's solely for  
23 background, Your Honor, and with respect -- and those --  
24 that's going to be background just with respect to the  
25 formation of Astroline Company --

1 MR. COLE: That's correct. That's correct.

2 JUDGE FRYSIK: All right. Under the stated  
3 basis, I'll receive Exhibit 32.

4 (The document referred to,  
5 having been previously marked  
6 for identification as Shurberg  
7 Exhibit 32, was received in  
8 evidence.)

9 MR. COLE: Thank you, Your Honor. Next, I would  
10 like to have marked for identification, a one-page document  
11 on the letterhead of Collier, Shannon, Real & Scott dated  
12 May 14, 1984. It's a letter addressed to Mr. Edward L.  
13 Masry, Esq. signed by Mr. Hart. And I would like to have  
14 that marked as Shurberg 33, please.

15 JUDGE FRYSIK: It may be marked.

16 (The document referred to was  
17 marked for identification as  
18 Shurberg Exhibit 33.)

19 MR. COLE: Thank you, Your Honor. I'd also point  
20 out on the identification, there appears to be some  
21 handwritten notation just at the level of Mr. Masry's  
22 address. I don't know where -- I assume that came out of  
23 the Bankruptcy Court. I don't know where it came from, but  
24 I'm not going to rely on that handwritten notation at all.

25 And this was introduced in the bankruptcy

1 proceeding, I believe as Exhibit Number 2. On that basis, I  
2 offer it into evidence now.

3 MS. SCHMELTZER: Your Honor, I'm going to object  
4 to this as irrelevant because this does not concern the --  
5 Mr. Ramirez's participation in Astroline. It concerns some  
6 prior negotiations, and this proceeding does not involve  
7 those prior negotiations.

8 MR. COLE: Well, again, Your Honor, I'm not  
9 putting it in for the purposes of addressing the prior  
10 negotiations. What I'm putting it in, among other things,  
11 is certainly for purposes of background to reflect the  
12 history of Astroline and the coming together of Astroline.

13 Again, Ms. Schmeltzer, in the Joint Exhibits --  
14 the joint statement of Mr. Ramirez, goes on at some length  
15 as I recall about Mr. Ramirez's prior interest and  
16 involvement and conversations with Mr. Hart about getting  
17 involved in the Hartford opportunity.

18 We know from the exhibits which have been already  
19 introduced and received into evidence, that Astroline was  
20 formed on March -- I believe 29. I'm sorry, May 29, 1984.  
21 Here's a document dated May 14, 1984 which reflects that at  
22 least that date, according to the terms of the letter,  
23 Astroline apparently had not been formed yet. And I think  
24 that's an appropriate document for background purposes as  
25 far as the history of Astroline is concerned.

1 MS. SCHMELTZER: Your Honor, I would disagree  
2 strenuously. This proceeding is concerned with a narrow  
3 issue of whether Mr. Ramirez was in control of Astroline.  
4 This proceeding is not concerned with what attempts there  
5 might have been to effectuate a deal with someone else prior  
6 to Mr. Ramirez's involvement.

7 This is not a comparative proceeding where we have  
8 all new applicants who have never been involved in the  
9 operation of a station, and the Commission has to test  
10 whether it's likely or not that they will be involved in the  
11 operation of the station. This is a totally different  
12 animal. And so, I would disagree and argue that this is  
13 highly irrelevant.

14 JUDGE FRYSIK: Who is Mr. Masry?

15 MR. COLE: He was counsel for Gene Scott of Faith  
16 Center, Inc. which is the licensee. Basically, what was  
17 going on if I understand the situation, is that Mr. Hart had  
18 been negotiating with Mr. Masry -- I'm sorry, Mr. Jones had  
19 a previous agreement with Mr. Masry and Faith Center to  
20 acquire the station. Mr. Jones is looking for some form of  
21 financial backing.

22 And there had been conversations between Jones and  
23 Mr. Hart on behalf of Astroline Company. That is, the pre-  
24 Ramirez Astroline entity. And those, at least according to  
25 this document, those conversations between Jones and



1     Astroline had apparently fallen apart. And --

2             JUDGE FRYSIK: Well, I seemed to have read the  
3     name Mr. Joe Jones someplace in the exhibits filed with me.  
4     I don't understand the relevancy of this document, but for  
5     background purposes, I'll let it be --

6             MR. COLE: Thank you, Your Honor.

7             JUDGE FRYSIK: -- received.

8                             (The document referred to,  
9                             having been previously marked  
10                            for identification as Shurberg  
11                            Exhibit 33, was received in  
12                            evidence.)

13            MR. COLE: Next, Your Honor, I would like to have  
14     marked for identification a five-page document entitled,  
15     "Declaration of Thomas A. Hart." It's dated August 16, 1984  
16     on the sixth page. I'm sorry. I may be missing a page  
17     because page 2 appears to be missing. I apologize for that.  
18     But on page 6 it's signed by Mr. Hart. And I would work to  
19     find that page 2 and circulate it to all the parties, and I  
20     apologize.

21            MS. SCHMELTZER: No. There appears there's no  
22     page 1.

23            MR. TOPEL: I think it's just no cover --

24            MR. COLE: Ah, I have no cover document. Thanks.

25     All right. Then it is a five-page document missing any page

1     numbered one. And it's entitled on the top of the first  
2     page -- it appears, "Declaration of Thomas Hart." It bears  
3     Mr. Hart's signature. I'd like to have that marked as  
4     Shurberg 34.

5             JUDGE FRYSIAK: It may be so marked.

6                     (The document referred to was  
7                     marked for identification as  
8                     Shurberg Exhibit 34.)

9             MR. COLE: Thank you. Your Honor, this again is  
10     offered for background purposes with respect to the origins  
11     of Astroline, and to put a timeframe on, when Astroline --  
12     Astroline Communications Company Limited Partnership. And I  
13     say the whole name because there are multiple entities that  
14     will be referred to, I assume, during the course of this  
15     proceeding as Astroline. There's Astroline Corporation,  
16     Astroline Company, Astroline Company, Inc. There's also  
17     Astroline Connecticut and Astroline Pacific which appear in  
18     some of the documents.

19             The licensee here was Astroline Communications  
20     Company Limited Partnership. And I believe this provides  
21     some background information to what was going on prior --  
22     immediately prior to the formation of Astroline  
23     Communications Company Limited Partnership. And I think  
24     it's relevant for that -- solely for background purposes,  
25     and I'm willing to have it admitted with a limitation that

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1     it's for background purposes.

2                 MS. SCHMELTZER: Your Honor, I don't think this is  
3     relevant even solely for background purposes. This relates  
4     solely to some kind of discussion with Mr. Jones. This does  
5     not relate at all to the arrangements with Mr. Ramirez or  
6     the formation of the partnership with Mr. Ramirez. And I  
7     think it's real -- it's highly unfair to bring Mr. Hart in  
8     to testify on a document that is totally unrelated to this  
9     proceeding, has nothing to do with the matters upon which  
10    this proceeding was designated.

11                MR. COLE: Well, Your Honor, again, I think that  
12    what is important here is the ownership structure of  
13    Astroline Communications Company Limited Partnership. I  
14    think it's important to understand the history of that  
15    entity, how it came together and how it was operated over  
16    the course of four or five years, from 1984 until 1989.

17                We know from the partnership agreement of  
18    Astroline that it was formed on May 29, 1984. We know from  
19    this document by Mr. Hart that he apparently, as late as May  
20    19, 1984 was still trying to cut a deal with Mr. Jones,  
21    which again, I'm not interested in the Jones deal. I'm not  
22    trying to litigate from the Jones deal. The Jones deal is  
23    irrelevant for my purposes. There's no question about that.  
24    But that provides a date, prior to which, Astroline  
25    Communications Company Limited Partnership was not even a

1 figment of anybody's imagination.

2 MR. TOPEL: Well, Your Honor, that's a non-  
3 sequitur. This party can be pursuing multiple options for a  
4 purchasing group of a station. And the fact that this  
5 one -- that the Jones transaction is going on as described  
6 in this affidavit says nothing about the Astroline Company  
7 that's before you.

8 MR. COLE: Precisely, because the Astroline  
9 Company that's before you wasn't formed until after that  
10 occurred.

11 JUDGE FRYSIK: I recall reading similar  
12 background information in Mr. Ramirez's proposed exhibit.  
13 So to have a complete record, I'll receive this as  
14 background information.

15 (The document referred to,  
16 having been previously marked  
17 for identification as Shurberg  
18 Exhibit 34, was received in  
19 evidence.)

20 MR. COLE: Thank you, Your Honor. Next, Your  
21 Honor, I have a -- I would like to have marked for  
22 identification is Shurberg Exhibit 35, a 16-page document on  
23 the letterhead of Schatz, Schatz, Ribikoff & Kauffman, dated  
24 September 30, 1985. And it's a letter addressed to Mr.  
25 William Lance, Mr. Walter Stringfellow, Mr. Thomas Hart and

1 Mr. Richard Ramirez signed by a woman whose last name I  
2 cannot begin to pronounce, but it is spelled  
3 S-I-C-Z-E-W-I-C-Z. And I'd like to have that marked as  
4 Shurberg Exhibit 35, please.

5 JUDGE FRYSIK: It may be so marked.

6 (The document referred to was  
7 marked for identification as  
8 Shurberg Exhibit 35.)

9 MR. COLE: And I -- this is one document which I  
10 will withhold offering, pending putting a witness on the  
11 stand.

12 Next, I'd like to have marked for identification  
13 as Shurberg Exhibit 36, a one-page document on the  
14 letterhead of the law firm of Peabody & Brown, dated  
15 February 1, 1985 addressed to Richard P. Ramirez and over a  
16 signature block reflecting the name Carter S. Bacon, Jr.,  
17 but bearing only initials for signature.

18 I'd like to have that marked as Shurberg 36,  
19 please.

20 JUDGE FRYSIK: It may be so marked.

21 (The document referred to was  
22 marked for identification as  
23 Shurberg Exhibit 36.)

24 MR. COLE: Thank you. I also point out in the  
25 identification that there is a handwritten note on this at

1 the bottom of the letter reading something to the effect of,  
2 "Carter, any further news on my Sub "S" status" et cetera,  
3 et cetera. It's signed "Rich". And that is part of the  
4 exhibit as I contemplated. I believe that is -- my  
5 recollection is that that is the signature of Mr. Ramirez  
6 addressing a note to Mr. Bacon. As to that, I do intend to  
7 include that in the exhibit.

8 And this document was received into evidence, I  
9 understand, in the bankruptcy proceeding as Exhibit Number  
10 59. On that basis, I offer it into evidence here.

11 MS. SCHMELTZER: No objection.

12 (The document referred to,  
13 having been previously marked  
14 for identification as Shurberg  
15 Exhibit 36, was received in  
16 evidence.)

17 MR. COLE: Thank you, Your Honor. Next, I'd like  
18 to have marked for identification as Shurberg 37, a four-  
19 page document which is a letter on the letterhead of Peabody  
20 & Brown, dated February 25, 1985 addressed to Richard  
21 Ramirez and over the signature block of Carter Bacon. I'd  
22 like to have that marked as Shurberg 37, please.

23 JUDGE FRYSIK: It may be so marked.

24 (The document referred to was  
25 marked for identification as

1 Shurberg Exhibit 37.)

2 MR. COLE: Thank you. And Your Honor, this is one  
3 I will hold off on until I get Mr. Bacon on the stand.

4 Next, I'd like to have marked for identification  
5 as Shurberg 38, a document two pages in length entitled on  
6 the first page, "Interoffice Communication." It appears to  
7 be a memorandum for the files from Kent W. Davenport, dated  
8 May 6, 1985 on the subject of Astroline Communications  
9 Company Profit/Loss Sharing Ratios.

10 I'd like to have that marked as Shurberg 38,  
11 please.

12 JUDGE FRYSIK: It may be so marked.

13 (The document referred to was  
14 marked for identification as  
15 Shurberg Exhibit 38.)

16 MR. COLE: Thank you, Your Honor. This, I  
17 understand, was introduced in the bankruptcy proceeding as  
18 Exhibit Number 41. On that basis, I offer it here.

19 MS. SCHMELTZER: No objection.

20 JUDGE FRYSIK: It is received.

21 (The document referred to,  
22 having been previously marked  
23 for identification as Shurberg  
24 Exhibit 38, was received in  
25 evidence.)

1           MR. COLE: Thank you, Your Honor. Next, I'd like  
2 to have marked for identification as Shurberg 39, a seven-  
3 page document on the letterhead of Peabody & Brown, but it  
4 is a memorandum not a letter, addressed to Distribution from  
5 William C. Lance, dated May 21, 1985, on the subject of  
6 Astroline Communications Company meeting on May 20, 1985.

7           I'd like to have that document identified as  
8 Shurberg 39, please.

9           JUDGE FRYSIK: It may be so marked.

10                               (The document referred to was  
11                               marked for identification as  
12                               Shurberg Exhibit 39.)

13           MR. COLE: And this was introduced into evidence  
14 in the bankruptcy proceeding as Exhibit Number 54. On that  
15 basis, I offer it into evidence here.

16           MS. SCHMELTZER: No objection.

17           JUDGE FRYSIK: Received.

18                               (The document referred to,  
19                               having been previously marked  
20                               for identification as Shurberg  
21                               Exhibit 39, was received in  
22                               evidence.)

23           MR. COLE: Thank you, Your Honor. Next, I would  
24 like to have identified -- marked for identification as  
25 Shurberg Exhibit Number 40, a three-page document which



1 consists of a one-page letter on the letterhead of Arthur  
2 Andersen & Company, dated May 24, 1985 addressed to Fred  
3 Boling and signed by Kent W. Davenport. And accompanying  
4 that is a two-page memorandum from Mr. Davenport for the  
5 files. And his memorandum is dated May 14, 1985.

6 I would like to have the entire three pages  
7 identified as Shurberg 40, please.

8 JUDGE FRYSIK: It may be so marked.

9 (The document referred to was  
10 marked for identification as  
11 Shurberg Exhibit 40.)

12 MR. COLE: Thank you, Your Honor. This, I  
13 believe, was introduced and received into evidence in the  
14 bankruptcy proceeding as Exhibit Number 61. On that basis,  
15 I offer it into evidence here.

16 MS. SCHMELTZER: No objection.

17 JUDGE FRYSIK: Received.

18 (The document referred to,  
19 having been previously marked  
20 for identification as Shurberg  
21 Exhibit 40, was received in  
22 evidence.)

23 MR. COLE: Thank you, Your Honor. Next, I would  
24 like to have marked for identification as Shurberg 41, a  
25 letter over the letterhead of -- on the letterhead of

1 Peabody & Brown, dated December 22, 1986. The letter is  
2 addressed to Fred J. Boling and bears a signature block for  
3 Carter S. Bacon. But again, instead of a signature, it  
4 appears only to bear initials.

5 I'd like to have that marked for identification as  
6 Shurberg 41.

7 JUDGE FRYSIK: It may be so marked.

8 (The document referred to was  
9 marked for identification as  
10 Shurberg Exhibit 41.)

11 MR. COLE: And I will not move that at this point  
12 pending a witness.

13 Next, I would like to have marked for  
14 identification as Shurberg 42, a one-page letter on the  
15 letterhead of Peabody & Brown, dated December 22, 1986  
16 addressed to Richard P. Ramirez and apparently signed by  
17 Carter S. Bacon.

18 I'd like to have that marked as Shurberg 42,  
19 please.

20 JUDGE FRYSIK: It may be so marked.

21 (The document referred to was  
22 marked for identification as  
23 Shurberg Exhibit 42.)

24 MR. COLE: And again, I will hold off on offering  
25 this pending a witness.

1           And next, I would like to have marked for  
2   identification as Shurberg 43, a three-page document  
3   consisting of a two-page letter and a one -- and then an  
4   attachment or an enclosure which is a one-page letter. The  
5   first two pages are a letter on the letterhead of Peabody &  
6   Brown, dated December 30, 1985 addressed to Richard Ramirez  
7   from Carter S. Bacon. And the attachment is a letter on the  
8   letterhead of Don O'Brien, dated December 30, 1985 addressed  
9   to WHCT Management, Inc.

10           I'd like to have the entire document identified as  
11   Shurberg 43, please.

12           JUDGE FRYSIK: It may be so marked.

13                           (The document referred to was  
14                           marked for identification as  
15                           Shurberg Exhibit 43.)

16           MR. COLE: And again, I will hold off, pending a  
17   witness, on that.

18           MR. SHOCK: Your Honor, it appears to us that this  
19   exhibit is the same as Shurberg Exhibit Number 8.

20           MR. COLE: I apologize, Your Honor, it is. And  
21   I'm happy to withdraw 43 on that basis.

22           JUDGE FRYSIK: Forty-three is withdrawn.

23                           (The document referred to,  
24                           having been previously marked  
25                           for identification as Shurberg

1 Exhibit 43, was withdrawn.)

2 MR. COLE: Next, I'd like to have marked for  
3 identification as Shurberg 44, a two-page document which  
4 is -- I think the best way to describe it is a telex, an  
5 old-fashioned telex form. It appears to be a  
6 correspondence -- some form of correspondence addressed to  
7 Mary Morton and bearing a typed signature block for Fred J.  
8 Boling, Jr., President of WHCT Management, Inc.

9 I'd like to have that marked as Shurberg 44,  
10 please.

11 JUDGE FRYSIK: It may be so marked.

12 (The document referred to was  
13 marked for identification as  
14 Shurberg Exhibit 44.)

15 MR. COLE: Thank you, Your Honor. This was, I  
16 believe, introduced into the bankruptcy proceeding as  
17 Exhibit Number 74, and on that basis I offer it into  
18 evidence here.

19 MS. SCHMELTZER: No objection.

20 JUDGE FRYSIK: Received.

21 (The document referred to,  
22 having been previously marked  
23 for identification as Shurberg  
24 Exhibit 44, was received in  
25 evidence.)

1           MR. COLE: Thank you, Your Honor. Next, I'd like  
2 to have marked for identification as Shurberg 45, a one-page  
3 document. It is a legal-sized page, just for everyone's  
4 frame of reference. It folds out at the bottom, which  
5 appears to be a reformatted version of 44. That is, the  
6 telex addressed to Mary Morton with the signature block for  
7 Fred J. Boling. This one, however, appears to bear a  
8 signature of Mr. Boling and some handwritten numbers in the  
9 amount of additional capital contribution column.

10           I'd like to have that marked as Shurberg 45,  
11 please.

12           JUDGE FRYSIK: It may be marked.

13                               (The document referred to was  
14 marked for identification as  
15 Shurberg Exhibit 45.)

16           MR. COLE: And I will not offer this one at this  
17 time, pending a witness.

18           Next, I'd like to have marked for identification  
19 as Shurberg 46, a one-page document, memorandum on the  
20 letterhead of Peabody & Brown addressed to Richard P.  
21 Ramirez and Thomas A. Hart from William C. Lance, dated  
22 January 31, 1986. That would be Shurberg Exhibit Number 46.

23           JUDGE FRYSIK: It may be so marked.

24                               (The document referred to was  
25 marked for identification as

1 Shurberg Exhibit 46.)

2 MR. COLE: Thank you, Your Honor. This, I  
3 believe, was introduced in the bankruptcy proceeding as  
4 Exhibit Number 277, and on that basis, I offer it here.

5 MS. SCHMELTZER: No objection.

6 JUDGE FRYSIK: Received.

7 (The document referred to,  
8 having been previously marked  
9 for identification as Shurberg  
10 Exhibit 46.)

11 MR. COLE: Thank you, Your Honor. Next, I have a  
12 one-page document. Is a letter on this letterhead of  
13 Peabody & Brown, dated February 26, 1986, addressed to  
14 Thomas A. Hart over the signature of Mr. Bacon.

15 I'd like to have that identified as Shurberg 47,  
16 please.

17 JUDGE FRYSIK: It may be so marked.

18 (The document referred to was  
19 marked for identification as  
20 Shurberg Exhibit 47.)

21 MR. COLE: And I will withhold offering that at  
22 this time.

23 Next, I would like to have marked for  
24 identification as Shurberg 48, a one-page document which is  
25 a letter on the letterhead of Peabody & Brown, dated

1 February 26, 1986, addressed to Mr. Ramirez and signed by  
2 Mr. Bacon.

3 I'd like to have that marked as Shurberg 48,  
4 please.

5 JUDGE FRYSIK: It may be so marked.

6 (The document referred to was  
7 marked for identification as  
8 Shurberg Exhibit 48.)

9 MR. COLE: And I will withhold offering this one  
10 at this time, pending a witness.

11 Next, I would like to have marked for  
12 identification as Shurberg 49, a document three pages in  
13 length, the first of which is entitled, "Stock Power." And  
14 it shows the signature of Fred J. Boling, Jr. And it is  
15 accompanied by -- it would appear to be a canceled share of  
16 WHCT Management, Inc. -- an actual share, and both front and  
17 back.

18 I'd like to have that marked as Shurberg 49,  
19 please.

20 JUDGE FRYSIK: It may be so marked.

21 (The document referred to was  
22 marked for identification as  
23 Shurberg Exhibit 49.)

24 MR. COLE: And I will not offer that at this  
25 point.

1 MS. SCHMELTZER: Can you tell us who the  
2 sponsoring witness will be on that?

3 MR. COLE: I didn't put that down, did I? I  
4 suspect it will be Mr. Ramirez. I'll ask Mr. Ramirez about  
5 it.

6 MS. SCHMELTZER: Well, you might want to ask Mr.  
7 Bacon, actually.

8 MR. COLE: I'll ask Mr. Bacon about it, as well.

9 Next, Your Honor, I'd like to have marked for  
10 identification as Shurberg 50, a one-page document which is  
11 a letter on the letterhead of Baker & Hostetler dated March  
12 3, 1986 addressed to Richard P. Ramirez from Thomas A. Hart.  
13 That would be Shurberg Exhibit 50.

14 JUDGE FRYSIK: It may be so marked.

15 (The document referred to was  
16 marked for identification as  
17 Shurberg Exhibit 50.)

18 MR. COLE: And I understand this was introduced in  
19 the bankruptcy court as Bankruptcy -- as Exhibit Number 79  
20 in the bankruptcy proceeding. On that basis, I offer it  
21 here.

22 MS. SCHMELTZER: No objection.

23 JUDGE FRYSIK: Received.

24 (The document referred to,  
25 having been previously marked



1                               for identification as Shurberg  
2                               Exhibit 50, was received in  
3                               evidence.)

4               MR. COLE: Thank you, Your Honor.

5               JUDGE FRYSIAK: Mr. Cole, do you want a short  
6 break? You've been going at it for an hour.

7               MR. COLE: Sure, that's fine. I'm fine and dandy  
8 with --

9               JUDGE FRYSIAK: Let's take a five minute break.

10              MR. COLE: Okay. That's fine.

11              (Whereupon, a short recess was taken.)

12              JUDGE FRYSIAK: Mr. Cole, you may continue.

13              MR. COLE: Thank you, Your Honor. I'd like to  
14 have marked for identification as Shurberg Exhibit Number  
15 51, a one-page document which is a letter on the letterhead  
16 of Richard P. Ramirez, dated March 13, 1986 addressed to  
17 Carter Bacon, apparently signed by Mr. Ramirez.

18              I'd like to have that marked as Shurberg 51,  
19 please.

20              JUDGE FRYSIAK: It may be so marked.

21                               (The document referred to was  
22                               marked for identification as  
23                               Shurberg Exhibit 51.)

24              MR. COLE: Thank you, Your Honor. According to my  
25 records, this was introduced in the Bankruptcy Court as

1 Exhibit Number 80. And on that basis, I offer it into  
2 evidence here.

3 MS. SCHMELTZER: No objection.

4 JUDGE FRYSIK: Received.

5 (The document referred to,  
6 having been previously marked  
7 for identification as Shurberg  
8 Exhibit 51, was received in  
9 evidence.)

10 MR. COLE: Thank you, Your Honor. Next, I'd like  
11 to have marked for identification a three-page document  
12 consisting of a letter -- one-page letter on the letterhead  
13 of Peabody & Brown, dated March 14, 1986 addressed to Fred  
14 Boling and signed by Carter Bacon, and accompanied by what  
15 appear to be two signature pages with -- bearing the  
16 signatures of Mr. Ramirez, Mr. Hart, Ms. Planell and Ms.  
17 Webb, and also a signature line for Mr. Ramirez on the third  
18 page.

19 I'd like to have that marked for identification as  
20 Shurberg 52, please.

21 JUDGE FRYSIK: It may be so marked.

22 (The document referred to was  
23 marked for identification as  
24 Shurberg Exhibit 52.)

25 MR. COLE: Thank you, Your Honor. And again, I

1 understand this was introduced into evidence or received  
2 into evidence in the bankruptcy proceeding as Exhibit Number  
3 81. On that basis, I offer it here.

4 MS. SCHMELTZER: No objection.

5 JUDGE FRYSIAK: Received.

6 (The document referred to,  
7 having been previously marked  
8 for identification as Shurberg  
9 Exhibit 52, was received in  
10 evidence.)

11 MR. COLE: Thank you, Your Honor. Next, I would  
12 like to have marked for identification a one-page document  
13 which is a letter on the letterhead of Peabody & Brown,  
14 dated September 2, 1986 addressed to Richard Ramirez signed  
15 by Carter Bacon.

16 I'd like to have that marked as Shurberg 53.

17 JUDGE FRYSIAK: It may be so marked.

18 (The document referred to was  
19 marked for identification as  
20 Shurberg Exhibit 53.)

21 MR. COLE: And this was received into evidence in  
22 the bankruptcy proceeding, I believe as Exhibit Number 89.  
23 And it also appears, I believe, as Joint Exhibit 2, Appendix  
24 I in this proceeding. And on that basis, I offer it into  
25 evidence here.

1 MS. SCHMELTZER: No objection.

2 JUDGE FRYSIAK: Received.

3

4 (The document referred to,  
5 having been previously marked  
6 for identification as Shurberg  
7 Exhibit 53, was received in  
8 evidence.)

9 MR. COLE: Thank you, Your Honor. Next, I'd like  
10 to have marked for identification a four-page document  
11 consisting of a one-page letter on WHCT 18 letterhead, dated  
12 February 9, 1997 addressed to Carter Bacon and signed by  
13 Terry Planell. And it's accompanied by a three-page  
14 document, the first page of which is entitled, "Exhibit A  
15 Promissory Note," and the last page of which appears to bear  
16 Ms. Planell's signature.

17 I'd like to have that marked for identification as  
18 Shurberg 54.

19 JUDGE FRYSIAK: It may be so marked.

20 (The document referred to was  
21 marked for identification as  
22 Shurberg Exhibit 54.)

23 MR. COLE: And I will hold off on offering this,  
24 pending a witness.

25 Next is -- I would like to have marked for

1 identification Shurberg 55, a two-page document. First page  
2 is a one-page letter on the letterhead of Peabody & Brown,  
3 dated April 3, 1987 addressed to Thomas Hart from Carter  
4 Bacon. And the second page is a one-page -- what appears to  
5 be a draft letter or at least an unsigned letter with the  
6 typed letterhead, Thomas A. Hart, Washington, D.C. addressed  
7 to WHCT Management, Inc. and bearing a blank signature line  
8 for Mr. Hart, and a blank counter-signature line for Fred  
9 Boling.

10 I would like that marked as Shurberg 55, please.

11 JUDGE FRYSIK: It may be so marked.

12 (The document referred to was  
13 marked for identification as  
14 Shurberg Exhibit 55.)

15 MR. COLE: And I will defer offering that, pending  
16 a witness.

17 Next, I would like to have marked for  
18 identification as Shurberg 56, a one-page document which is  
19 a letter on the letterhead of Thomas A. Hart, Jr., dated  
20 April 7, 1987 addressed to WHCT Management, Inc. signed by  
21 Mr. Hart and apparently counter-signed by Mr. Boling at the  
22 bottom.

23 I'd like to have that marked as Shurberg Exhibit  
24 56.

25 JUDGE FRYSIK: It may be so marked.

1 (The document referred to was  
2 marked for identification as  
3 Shurberg Exhibit 56.)

4 MR. COLE: And I understand this was received into  
5 evidence in the bankruptcy proceeding as Exhibit Number 115.  
6 On that basis, I offer it here.

7 MS. SCHMELTZER: No objection.

8 JUDGE FRYSIK: Received.

9 (The document referred to,  
10 having been previously marked  
11 for identification as Shurberg  
12 Exhibit 56, was received in  
13 evidence.)

14 MR. COLE: Thank you, Your Honor. Next, I have --  
15 I would like to have marked for identification as Shurberg  
16 57, a three-page document, the first page of which is a  
17 letter on Peabody & Brown letterhead addressed to Fred  
18 Boling from Carter Bacon, dated April 14, 1987. And the  
19 text of that indicates that he is enclosing two copies of  
20 the agreement with Tom Hart. And the attachments or the  
21 remaining two pages of this exhibit are letters on the --  
22 two one-page letters, both on the letterhead of Thomas Hart,  
23 both dated April 7. One addressed to WHCT Management, Inc.  
24 and signed by Mr. Hart. The other addressed to Mr. Bacon  
25 and signed by Mr. Hart.

1 I would like to have the three-page document  
2 identified as Shurberg 57.

3 JUDGE FRYSIAK: It may be so marked.

4 (The document referred to was  
5 marked for identification as  
6 Shurberg Exhibit 57.)

7 MR. COLE: Thank you, Your Honor. And I will  
8 defer offering that into evidence, pending a witness.

9 Next, I would like to have marked for  
10 identification a three-page document which is -- the first  
11 page of which is on the letterhead of Baker & Hostetler.  
12 It's a memorandum dated November 10, 1988 addressed to  
13 Astroline Communications Company Limited Partnership from  
14 Baker & Hostetler concerning restructuring considerations.

15 And that would be Shurberg 58.

16 JUDGE FRYSIAK: It may be so marked.

17 (The document referred to was  
18 marked for identification as  
19 Shurberg Exhibit 58.)

20 MR. COLE: And according to my records, this was  
21 received in the bankruptcy proceeding as Exhibit Number 257.  
22 On that basis, I offer it here.

23 MS. SCHMELTZER: No objection.

24 JUDGE FRYSIAK: Received.

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(The document referred to,  
having been previously marked  
for identification as Shurberg  
Exhibit 58, was received in  
evidence.)

MR. COLE: Thank you, Your Honor. Next, I would  
like to have marked for identification as Shurberg 59, a  
two-page document, the first page of which is on Baker &  
Hostetler letterhead. It's a letter dated November 14, 1988  
addressed to Richard Ramirez, and with a signature block but  
with no signature, but just a blank signature block for  
Edward Hayes, Jr. And it does reflect in the upper right-  
hand corner "Draft."

I'd like to have this document marked as Shurberg  
59, please.

JUDGE FRYSIK: It may be so marked.

(The document referred to was  
marked for identification as  
Shurberg Exhibit 59.)

MR. COLE: Thank you, Your Honor. This, according  
to my notes, was received in the Bankruptcy Court as Exhibit  
Number 259. And on that basis, I offer it here.

MS. SCHMELTZER: No objection.



1 JUDGE FRYSIAK: Received.

2

3 (The document referred to,  
4 having been previously marked  
5 for identification as Shurberg  
6 Exhibit 59, was received in  
7 evidence.)

8 MR. COLE: Thank you, Your Honor. Next, I would  
9 like to have marked for identification as Shurberg 60, a  
10 two-page document which appears to be a copy of what was  
11 just received as Shurberg 59, but it has handwritten  
12 notations and what appear to be edits on it. It is my  
13 understanding those edits are substantive edits. That is,  
14 they relate -- they were not added after the fact in  
15 connection with the bankruptcy proceeding.

16 But I would like to have this marked as a separate  
17 exhibit as Shurberg 60.

18 JUDGE FRYSIAK: It may be marked.

19 (The document referred to was  
20 marked for identification as  
21 Shurberg Exhibit 60.)

22 MR. COLE: Thank you, Your Honor. And I will  
23 defer offering this into evidence, pending a witness.

24 Next, I would like to have marked for Shurberg 61,  
25 which is a three-page document. The first page is on Baker

1 & Hostetler letterhead. It is a letter dated November 16,  
2 1988 addressed to Richard P. Ramirez. And on page 3 it  
3 appears to have the signature of Edward Hayes, Jr.

4 I'd like to have that marked as Shurberg 61.

5 JUDGE FRYSIK: It may be marked.

6 (The document referred to was  
7 marked for identification as  
8 Shurberg Exhibit 61.)

9 MR. COLE: And according to my notes, this was  
10 received in the bankruptcy proceeding as Exhibit Number 259.  
11 And on that basis, I offer it here.

12 MS. SCHMELTZER: No objection.

13 JUDGE FRYSIK: Received.

14 (The document referred to,  
15 having been previously marked  
16 for identification as Shurberg  
17 Exhibit 61, was received in  
18 evidence.)

19 MR. COLE: Thank you, Your Honor. Next, I would  
20 like marked for identification as Shurberg 62, a four-page  
21 document, the first page of which is a memorandum on Peabody  
22 & Brown letterhead addressed to General and Limited  
23 Partnership of Astroline Communications Company Limited  
24 Partnership from Carter S. Bacon, Jr., dated November 22,  
25 1988. And it's accompanied by a three-page document, of

1     which the first page of which is entitled, "Astroline  
2     Communications Company Limited Partnership First Amendment  
3     to Amended and Restated Limited Partnership Agreement and  
4     Certificate."

5             That's an unsigned document, and the third page of  
6     that document is Schedule A. We've seen a different version  
7     of that earlier on in the exhibit, but I believe this is the  
8     unsigned one which was sent out by Mr. Bacon.

9             In any event, I would like to have this entire  
10    document marked as Shurberg 62, please.

11            JUDGE FRYSLIAK: It may be marked.

12                             (The document referred to was  
13                             marked for identification as  
14                             Shurberg Exhibit 62.)

15            MR. COLE: And I will defer offering that, pending  
16    a witness.

17            Next, I'd like to have marked for identification  
18    as Shurberg 63, a 217-page document. And this I may -- it  
19    may be appropriate for me to paginate, although I do not  
20    anticipate getting into the details of this, but I did think  
21    it was appropriate to have this in the record. It's a 217-  
22    page document, the first page of which is one-page letter on  
23    the letterhead of Peabody & Brown, dated December 9, 1988,  
24    addressed to Richard Ramirez from Carter Bacon.

25            And it encloses for Mr. Ramirez, the original

1 corporate records book for WHCT Management, Inc. And then  
2 there are described in Mr. Bacon's letter the various  
3 documents and organization materials from WHCT Management,  
4 Inc. which were enclosed. And I believe that that is what  
5 the entirety of the remaining 216 pages is.

6 This -- and I would have that marked for  
7 identification as Shurberg 63, please.

8 JUDGE FRYSIK: It may be so marked.

9 (The document referred to was  
10 marked for identification as  
11 Shurberg Exhibit 63.)

12 MR. COLE: Thank you. I believe this was received  
13 in the bankruptcy proceeding as Exhibit Number 299. And on  
14 that basis, I offer it here.

15 MS. SCHMELTZER: No objection.

16 JUDGE FRYSIK: Received.

17 (The document referred to,  
18 having been previously marked  
19 for identification as Shurberg  
20 Exhibit 63, was received in  
21 evidence.)

22 MR. COLE: Thank you, Your Honor. Next, Your  
23 Honor, I'd like to have marked for identification a seven-  
24 page document, the first page of which is a one-page letter  
25 on the letterhead of Baker & Hostetler, dated July 5, 1989

1 addressed to Thomas Guglioti of the law firm, Schatz,  
2 Schatz, Ribikoff & Kauffman, signed by Linda R. Bocchi. And  
3 it's accompanied by a copy which appears to be an executed  
4 copy of the Astroline Communications Company Limited  
5 Partnership First Amendment to Amended and Restated Limited  
6 Partnership Agreement and Certificate.

7 I'd like to have this entire document identified  
8 as Shurberg 64, please.

9 JUDGE FRYSIK: It may be marked.

10 (The document referred to was  
11 marked for identification as  
12 Shurberg Exhibit 64.)

13 MR. COLE: And this document was reviewed by Ms.  
14 Bocchi. And the authenticity is -- certainly the first page  
15 was established at her deposition on page 26. On that  
16 basis, I offer this into evidence.

17 MS. SCHMELTZER: Well, you were going to provide  
18 us with a schedule so that we could go through this and  
19 check that. So, I think you should probably reserve  
20 introducing -- admitting it into evidence right now.

21 JUDGE FRYSIK: What schedule are you talking  
22 about?

23 MS. SCHMELTZER: Mr. Cole had agreed to provide us  
24 with a schedule of where in the depositions of Ms. Bocchi,  
25 Ms. Harburg and Mr. Dudley they authenticated certain

1 documents.

2 MR. COLE: And what I said was, Your Honor, that I  
3 was going to do exactly what I'm doing, which is when I come  
4 across one, I was going to tell everybody exactly what page  
5 it was on.

6 JUDGE FRYSIK: Okay. Tell us.

7 MR. COLE: I did. It's on page 26 of her  
8 deposition.

9 MS. SCHMELTZER: Okay. No objection, Your Honor.

10 JUDGE FRYSIK: Received.

11 (The document referred to,  
12 having been previously marked  
13 for identification as Shurberg  
14 Exhibit 64, was received in  
15 evidence.)

16 MR. COLE: Thank you, Your Honor. Next, I'd like  
17 to have marked for identification a one-page document which  
18 is a letter on plain paper, dated August 8, 1989 addressed  
19 to Ed Hayes, Jr. and Linda Bocchi, signed by Mr. Ramirez.  
20 As I say, it's just a one-page document. I'd like to have  
21 that marked as Shurberg 65, please.

22 JUDGE FRYSIK: It may be marked.

23 (The document referred to was  
24 marked for identification as  
25 Shurberg Exhibit 65.)

1           MR. COLE: And I will defer offering that at this  
2 time.

3           Next, I would like marked for identification a  
4 seven-page document, the first page of which is a one-page  
5 letter on the letterhead of Colliers, Shannon, Real & Scott,  
6 dated June 12, 1984, addressed to Mr. Masry from Mr. Hart.  
7 And it accompanies it -- accompanying it is a Petition for  
8 Special Relief in the Faith Center/WHCT proceeding. It's  
9 unsigned. I believe from Mr. Hart's cover letter, this is a  
10 draft of the Petition for Special Relief.

11           I would like to have this marked for  
12 identification as Shurberg 66.

13           JUDGE FRYSIK: It may be marked.

14                               (The document referred to was  
15 marked for identification as  
16 Shurberg Exhibit 66.)

17           MR. COLE: Thank you, Your Honor. And my records  
18 indicate that this was received in the bankruptcy proceeding  
19 as Exhibit Number 7. And on that basis, I offer it here.

20           MS. SCHMELTZER: No objection.

21           JUDGE FRYSIK: Received.

22                               (The document referred to,  
23 having been previously marked  
24 for identification as Shurberg  
25 Exhibit 66, was received in

1 evidence.)

2 MR. COLE: Thank you, Your Honor. Next, I would  
3 like to have marked for identification as Shurberg Exhibit  
4 67, a seven-page document consisting of a one-page cover  
5 memo on the letterhead of Peabody & Brown addressed to  
6 Distribution List from Carter S. Bacon, Jr., dated December  
7 21, 1984. And the attachments consist of a number of lists  
8 of matters that require attention by Astroline or Astroline  
9 and related individuals in connection with the closing on  
10 the acquisition of WHCT TV.

11 I'd like to have this marked for identification as  
12 Shurberg 67.

13 JUDGE FRYSIK: It may be marked.

14 (The document referred to was  
15 marked for identification as  
16 Shurberg Exhibit 67.)

17 MR. COLE: And I will withhold offering this at  
18 this time, pending a witness.

19 Next, I'd like to have marked for identification  
20 as Shurberg Exhibit 68, a two-page document which is a two-  
21 page letter on the letterhead of Peabody & Brown, dated  
22 April 9, 1985 addressed to Mr. Hart from Mr. Bacon.

23 I'd like to have that identified as Shurberg 68,  
24 please.

25 JUDGE FRYSIK: It may be so marked.



1 (The document referred to was  
2 marked for identification as  
3 Shurberg's Exhibit 68.)

4 MR. COLE: And I will withhold that for the time  
5 being, as well.

6 Next, I would like to have marked for  
7 identification a 42-page document consisting of a one-page  
8 cover letter on the letterhead of Baker & Hostetler, dated  
9 May 23, 1985 addressed to Richard Ramirez from Thomas Hart,  
10 and which states that he is transmitting with this letter a  
11 draft -- among other things, a draft of the Astroline  
12 Communications Company brief as Intervenor. And then, there  
13 accompanies that a document entitled, "Draft", which appears  
14 to be the brief.

15 I'd like to have that identified as Shurberg 69,  
16 please.

17 JUDGE FRYSIK: It may be marked.

18 (The document referred to was  
19 marked for identification as  
20 Shurberg Exhibit 69.)

21 MR. COLE: Thank you, Your Honor. And I will  
22 defer offering that for the moment, pending a witness.

23 Next, I have -- I would like to have marked for  
24 identification as Shurberg 70, a document 48 pages in  
25 length, the first page of which is a one-page cover letter

1 from Mr. Hart on the letterhead of Baker & Hostetler, dated  
2 May 24 addressed to Mr. Lance and Mr. Olin transmitting to  
3 them, apparently, a draft of the Astroline brief, and then  
4 the attachment is the brief.

5 I would like to have that marked for  
6 identification as Shurberg 70.

7 JUDGE FRYSIAK: It may be marked.

8 (The document referred to was  
9 marked for identification as  
10 Shurberg Exhibit 70.)

11 MR. COLE: And I will withhold offering that,  
12 pending a witness.

13 Next, I would like to have marked for  
14 identification a three-page document which will be marked  
15 Shurberg 71. It's a three-page document consisting of a  
16 two-page letter and a separate Schedule A. The letter is on  
17 Peabody & Brown letterhead. It's dated September 11, 1985.  
18 It's a letter addressed to Mr. Hart from Mr. Bacon. And the  
19 attachment is Schedule A for Astroline Communications  
20 Company Limited Partnership.

21 I'd like to have that marked as Shurberg 71.

22 JUDGE FRYSIAK: It may be marked.

23 (The document referred to was  
24 marked for identification as  
25 Shurberg Exhibit 71.)